

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION**

In re:)	
)	Chapter 11
)	
AEARO TECHNOLOGIES LLC, <i>et al.</i> , ¹)	Case No. 22-02890-JJG-11
)	
Debtors.)	(Jointly Administered)
)	

DISCLOSURE OF COMPENSATION OF PROPOSED ATTORNEY FOR DEBTORS

1. Pursuant to 11 U.S.C. § 329(a), Fed. Bankr. P. 2016(b), and official Bankruptcy Form 2030, I certify that I am one of the attorneys for the above-captioned debtors and debtors in possession (collectively, the “Debtors”) and that compensation paid to Ice Miller LLP (“Ice Miller”) within one year before July 26, 2022 (the “Petition Date”) in bankruptcy, or agreed to be paid to Kirkland, for services rendered or to be rendered on behalf of the Debtors in contemplation of or in connection with these bankruptcy cases is as follows:

For legal services, Ice Miller has agreed to accept compensation to be paid on an hourly basis pursuant to the engagement letter attached to the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Ice Miller LLP as Attorneys for the Debtors and Debtors in Possession Effective as of July 26, 2022* [Docket No. 302] (the “Engagement Letter”) and pursuant to any orders of the Bankruptcy Court for services rendered post-petition.

Prior to the filing of this statement, the Debtors made a retainer payment to Ice Miller in the amount of \$100,000.00 (the “Retainer”). As of the Petition Date, the Debtors did not owe Ice Miller any amounts for legal services before the Petition Date. After applying the Retainer to the outstanding prepetition fees and expense, the Ice Miller holds the remaining balance of \$22,282.50. Pursuant to the Engagement Letter, the remaining balance shall be applied to post-petition fees and expenses.

2. The source of the compensation paid to Ice Miller was: the Debtors.
3. The source of compensation to be paid to Ice Miller is: the Debtors.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are set forth in the *Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief*, entered by the Court for each consolidated Debtor [Docket Nos. 37–42]. The location of the Debtors’ service address for the purposes of these chapter 11 cases is: 7911 Zionsville Road, Indianapolis, Indiana 46268.

4. Ice Miller has neither shared nor agreed to share (a) any compensation it has received or may receive with another party or person, other than with the partners, associates, and contract attorneys associated with Ice Miller, or (b) any compensation another person or party has received or may receive.
5. The Debtors retained Ice Miller to perform, among others, the following professional services for the Debtors in close coordination with Kirkland & Ellis LLP and Kirkland & Ellis International LLP ("Kirkland") to avoid duplication of services:
 - (a) Providing legal advice and services regarding local rules, practices, and procedures and providing substantive and strategic advice on how to accomplish the Debtors' goals in connection with the prosecution of these chapter 11 cases, bearing in mind that the Court relies on co-counsel such as Ice Miller to be involved in all aspects of these bankruptcy cases;
 - (b) Reviewing, revising, and/or preparing drafts of documents to be filed with the Court as co-counsel to the Debtors;
 - (c) Appearing in Court and at any meeting with the U.S. Trustee and any meeting of creditors at any given time on behalf of the Debtors as their co-counsel;
 - (d) Performing various services in connection with the administration of these chapter 11 cases, including, without limitation, (i) preparing agendas, certificates of no objection, certifications of counsel, notices of fee applications, motions and hearings, and hearing binders of documents and pleadings, (ii) monitoring the docket for filings and coordinating with Kirkland on pending matters, (iii) preparing and maintaining critical dates memoranda to monitor pending applications, motions, hearing dates, and other matters and the deadlines associated therewith, and (iv) handling inquiries from creditors, contract counterparties and counsel to parties-in-interest regarding pending matters and the general status of these chapter 11 cases and coordinating with Kirkland on any necessary responses;
 - (e) Interacting and communicating with the Court's chambers and the Court's Clerk's Office;
 - (f) Assisting the Debtors and Kirkland in preparing, reviewing, revising, filing and prosecuting pleadings related to contested matters, executory contracts and unexpired leases, asset sales, plan and disclosure statement issues and claims administration and resolving objections and other matters relating thereto, to the extent requested by the Debtors or Kirkland and not duplicative of services being provided by Kirkland;
 - (g) Providing logistical services in the form of access and use of conference and office space, equipment and personnel; and
 - (h) Performing all other services assigned by the Debtors, in consultation with Kirkland.

6. By agreement with the Debtors, the above-disclosed fee does not include the following services: N/A.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the Debtors in this bankruptcy proceeding.

Date: September 13, 2022

/s/ Jeffrey A. Hokanson

Signature of Attorney

Ice Miller LLP

Name of Law Firm